

## NOTICE OF THE ANNUAL MEETING OF STOCKHOLDERS

Please take notice that the Annual Meeting of Stockholders of **ALPHALAND CORPORATION** will be held on Tuesday, 31 May 2016 at 3:00 p.m. at the Function Room, The City Club at Alphaland Makati Place, Ayala Avenue Extension cor. Malugay Street, Makati City to discuss the following:

### AGENDA

1. Call to order
2. Certification of service of notice and quorum
3. Review and approval of the minutes of the previous meeting held on December 29, 2015
4. Annual report of management and approval of the audited financial statements for the fiscal year ended December 31, 2015 contained in the Company's Annual Report
  - (i) Ratification of acts of the Membership Committee, Board of Directors and Management since the last Annual Stockholders' Meeting including, among others, the grant of authority for the Corporation to act as (i) Borrower in the Facility Agreement executed by and among Alphaland Aviation, Inc. and BDO Leasing and Finance, Inc. for a loan facility in the amount of Php309 Million to finance acquisition of ATR72 Turboprop Aircraft, and (ii) Continuing surety for all obligations arising from or in connection with all credit accommodations extended and may be extended in the future to Alphaland Southgate Tower, Inc., Alphaland Aviation, Inc. and Alphaland Balesin Island Resort Corporation
5. Election of Directors
6. Appointment of External Auditor
7. Other Matters
8. Adjournment

For purposes of the meeting, only stockholders of record as of 31 March 2016 are entitled to notice of, and to vote at, the Annual Meeting of Stockholders.

Registration starts at 2:30 p.m. For your convenience in registering your attendance, please have available some form of identification, such as your driver's license, passport or other form of identification issued by any agency of the government of the Philippines. For representatives of corporate stockholders, kindly bring a copy of the Board Resolution authorizing you to vote the shares of the company you represent.

Should you be unable to attend the meeting in person, you may want to execute a proxy in favor of a representative. The giving of such proxy will not affect your right to vote in person, should you decide to attend the Annual Meeting.

Copies of the following documents will be distributed to shareholders entitled to vote: (i) Minutes of the Annual Meeting of Stockholders held on 29 December 2015; (ii) Consolidated Audited Financial Statements for the year ended December 31, 2015.

May 16, 2016.

  
**CLIBURN ANTHONY A. ORBE**  
Assistant Corporate Secretary